

BALLARAT CRICKET ASSOCIATION

(A company limited by guarantee)

A.C.N.004 282 955

MEMORANDUM

ARTICLES

ASSOCIATION

AND

BY-LAWS

23 August 1950

(including amendments to Articles of Association up to May 2000)

(including amendments to By-Laws up to May 2000)

COMPANIES ACT 1938
No. 4602, Section 13.

Certificate of Incorporation

THIS IS TO CERTIFY THAT BALLARAT CRICKET ASSOCIATION
is this day incorporated under the Companies Act, 1938,
and that the Company is limited by guarantee.

The number on the Register is 27730.

Given under my hand at Melbourne this
9th day of October, 1950.

P. QUINLIVAN,

Deputy Registrar-General

MEMORANDUM OF ASSOCIATION
OF
BALLARAT CRICKET ASSOCIATION

1. The name of the Association is "BALLARAT CRICKET ASSOCIATION"
2. The objects for which the Association is established are>
 - (a) To take over and acquire the whole or any part of the real and personal property of the present unincorporated Body known as the "Ballarat Cricket Association and Ballarat Control Council," whether vested in Trustees or not and to undertake all or any of the liabilities of and to carry on the work of the said Association.
 - (b) To promote control and manage the game of Cricket and to encourage social intercourse between members of the said Association.
 - (c) To settle all questions or disputes on any matters relating to cricket which may be submitted to the Association for its adjudication or determination.
 - (d) To take on lease or on exchange hire or by any other means acquire any real and personal estate which may be deemed necessary or convenient for any of the purposes of the Association.
 - (e) To lay out construct maintain and alter any grounds for cricket or other athletic sports or pastimes necessary or convenient for the purposes of the Association.
 - (f) To construct maintain and alter any houses buildings or works which may be required for the purposes of the Association and to furnish and equip the same in such manner as may be necessary or convenient for such purposes.
 - (g) To take any git of property whether subject to any special trust or not for any one or more of the objects of the Association.
 - (h) To sell improve manage develop exchange lease mortgage or otherwise deal with all or any part of the property of the Association.
 - (I) To establish maintain and conduct a Club for the accommodation of the members of the Association and to affiliated Clubs associations unions and leagues and generally to afford them all the usual privileges advantages and conveniences of a Club.
 - (j) To buy supply sell and deal in all kinds of apparatus and all kinds of provisions liquid and solid required or used by Members of the Association or other persons frequenting the said grounds clubhouse or premises of the Association.
 - (k) To hire and employ all classes of persons whose services may be considered necessary for the purposes of the Association and to pay to

them, and to persons other than a member thereof in return for services rendered to the Association salaries wages gratuities and pensions.

- (l) To invest the moneys of the Association not immediately required for any of its objects in such manner as from time to time may be determined.
- (m) To borrow or raise money by mortgage or otherwise and in such manner as the Association may think it.
- (n) To promote hold and arrange either alone or jointly with any other Association Club or person cricket matches or competitions and to offer give or contribute towards prizes medals and awards therefore and to promote give or support dinners balls concerts and other entertainment's.
- (o) To establish promote and otherwise assist any Association for the purpose of furthering any of the objects of this Association and to subscribe to and become a member of any other Association or Club whose objects are similar or in part similar to the objects of the Association or the establishment or promotion of which may be beneficial to the Association.
- (p) To subscribe or contribute to any charitable benevolent or useful object or public character and to provide a superannuation fund for the servants of the Association or otherwise to assist any such servants their widows and children.
- (q) To create and maintain a fund to be applied towards the relief and assistance of necessitous players and ex-players and their widows and children.
- (r) To establish form and maintain a Library of sporting and other literature.
- (s) To acquire establish print and publish newspapers, periodicals books and leaflets or other literary work that the Association may think desirable for the promotion of its objects.
- (t) To do all or any of the matters hereby authorised either alone or in conjunction with or as factors trustees or agents for any other Association, Company or person or by or through any Factors, Trustees or agents.
- (u) To do all such things as are incidental or conducive to the attainment of the above objects or any of them.

3. The liability of the members is limited.

4. The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association and no portion shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profits to members of the Association. Provided that nothing herein shall prevent the payment in good faith of allowances and travelling expenses to a member of

the Association who may be a player with or a manager of any cricket team representing the Association.

- 5. No addition alteration or amendment shall be made to or in the regulations contained in the Articles of Association for the time being in force, unless the same have been previously submitted to and approved by the Attorney-General of the State of Victoria.
- 6. The fourth and fifth paragraphs of this Memorandum contain conditions on which a Licence is granted by the Attorney-General to the Association in pursuance of Section 18 of the Companies Act 1938.
- 7. Every member of the Association undertakes to contribute to the assets of the Association in the event of its being wound up whilst he is a member or within one year afterwards for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a member and of the costs charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves such amount as shall be required not exceeding two pounds.
- 8. If on the winding-up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be distributed among the members of the Association but shall be given or transferred to some other Association club or institution having objects similar to the objects of the Association to be determined and in default thereof by such Judge of the Supreme Court of Victoria as may have or acquire jurisdiction in the matter.
- 9. True accounts shall be kept of the sums of money received and expended by the Association and the matters in respect of which such receipt and expenditure takes place and of the property credit and liabilities of the Association and subject to all reasonable restrictions as to time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time being shall be open to the inspection of Members. Once at least in every year the account of the Association shall be examined and a balance sheet prepared and the correctness of the accounts and balance sheets ascertained by one or more properly qualified Auditor or Auditors.
- 10. The Registered Office of the Association shall be at Ballarat.

WE the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of the Memorandum of Association:

Names.	Addresses.	Description.
Arthur Douglas Moverley,	8 Dowling Street, Ballarat	Accountant
Frederick Kelvin Schonnell,	808 Sebastopol Street, Ballarat,	Clerk.

Names.	Addresses.	Description.
Alexander Baird Wilson,	33 Barkly Street, Ballarat,	Manufacturer
Percy Stanley Hunt,	87 Peel Street South, Ballarat,	Manager.
Verner John Ostertman,	1005 Doveton Street North Ballarat,	Educational Consultant.
William E. Roff,	11 a Steinfeld Street, Ballarat	Plumber.

DATED the 23rd day of August, 1950

Witness to all the above signatures:

W. H. HEINZ, Solicitor, Ballarat.

BALLARAT CRICKET ASSOCIATION

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ARTICLES OF ASSOCIATION
OF
BALLARAT CRICKET ASSOCIATION

Definitions

1. In these presents the following terms shall have the meanings next hereinafter respectively assigned to them if not inconsistent, with the subject of context:

"The Office" means the registered office of the Association.

"Affiliated Club" means a club which is registered annually with the Association as a member club, having, carried out all things required of it by the Articles of Association and the By-Laws of the Association to enable it to lawfully participate in cricket competitions sanctioned, authorised or administered by the Association.

"The Association" means "Ballarat Cricket Association".

"These presents" mean and include these Articles of Association and the By-Laws and Rules of the Association from time to time in force.

"Attorney" means and includes any person duly appointed by Power of Attorney and any duly appointed substitute of any such Attorney.

"In writing" and "written" includes typing or printing, lithographing and other modes of representing or reproducing words and figures in a visible form.

"Representatives" means person authorised by each affiliated club to attend meetings of the Association.

Words importing the singular number only shall include the plural and vice versa.

Words importing persons shall include corporations and companies.

Words importing the masculine gender only shall include the feminine.

"Month" means calendar month.

"Seal" means the Common Seal of the Company.

Eligibility For Membership

2. The Association shall consist of the office-bearers as hereinafter provided and one representative from each of the affiliated Clubs.
3. Each affiliated Club shall hold its Annual Meeting not later than the third week in the month of August in each and every year.
4. In the event of any Club failing to retain any of the qualifications by which its representative was admitted to the Association such representative shall forfeit all rights as such member as aforesaid until such qualifications are regained.

5. Each representative shall be appointed annually by the affiliated Club which he represents prior to the last Monday of August in each and every year and shall hold office from the commencement of the next ensuing Annual General Meeting of the Association until the commencement of the Annual General Meeting of the Association held in the year next following.
6. In the event of the death, retirement or expulsion of a representative of an affiliated Club, that Club shall proceed forthwith to elect or appoint another person to act in his stead as representative for the balance of the then current year.
7. No representative shall have the right to vote or privilege of taking part in any question arising in the Association unless a notification of his appointment signed by the Secretary of the affiliated Club which he represents be then in the hands of the Secretary of the Association.

Absence of Representatives

8. Any representative absenting himself without leave from the Association for three consecutive ordinary meetings shall forfeit his seat on the Association and the affiliated Club which he formerly represented shall be informed of such fact by the Secretary of the Association and requested to elect another representative in his place. The secretary shall give notice to any Club of the absence from two consecutive ordinary meetings of its representative. The penalty for non-representation without written apology will be an amount determined by the Board of Management of the Association from time to time.
9. In the event of the expected unavoidable absence of any representative from any meeting of the Association, the affiliated Club whose representative he is may appoint in writing for the meeting then about to be held some other member of the Committee for his Club to act as proxy for such absent representative and such proxy may vote and act as such representative might or could have done if present upon lodging with the Chairman of such meeting the written appointment above referred to.
10. The Directors of the Association shall consist of the President, the Vice President, the Treasurer, the Chairman of the Pennant Committee and not more than five other Directors, all of whom shall be elected for a two year period at the Annual General Meeting of the Association. In the event that a Director is aged over 65 years at the time of the election, he or she will hold office for one year only. All Directors will be members of the Board of Management, constituted pursuant to Article 17.
11. For Corporations Law purposes the Honorary Treasurer, as elected from time to time in accordance with these Articles, shall be deemed to be the Company Secretary.
12. The Association may elect such honorary life members as it shall from time to time decide in return for some signal service rendered to the Association and such life member shall thereupon be exempt from all subscriptions and may hold any office in the Association and shall be entitled to all rights and privileges of an ordinary member.
13. All nominations for directorship of the Association must be made in writing and signed by one representative to the Association and delivered to the Secretary of the

Association at least three days before the Annual General Meeting.

14. All elections of directors shall be by ballot.
15. Any extraordinary vacancy as director of the Association or as member of any Committee of the Association shall be filled by the Board of Management of the Association at its next meeting following such vacancy.
16. No professional cricketer or paid official of any Club or other person who may receive wages or monetary consideration for playing or coaching the game of cricket shall be permitted to be a director or representative to the Association of any Committee thereof provided however that this rule shall not apply to any player who may from time to time receive any allowance from the Association as an amateur for playing cricket in International or Interstate matches.

Board of Management

17. (1) The affairs of the Association shall be managed by a Board of Management which shall consist of the Directors of the Association.
- (2) The Board of Management:-
 - (a) Shall control and manage the business and affairs of the Association.
 - (b) May, subject to these Articles, the regulations and the Corporations Law, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Articles to be exercised by General Meetings of the members of the Association.
 - (c) Subject to these Articles, the regulations and the Corporations Law, has the power to perform all such acts and things as appear to the Board of Management to be essential for the proper management of the business and affairs of the Association.
 - (d) May from time to time delegate any of its powers to such sub-committees consisting of members of the Association as it shall appoint and:-
 - (i) May recall or revoke any such delegation or appointment.
 - (ii) All sub-committees shall, in the exercise of the powers delegated, conform to any regulation that may be prescribed by the Board of Management and shall subject and sub-ordinate to the Board of Management.
 - (e) Shall on the authority of a General Meeting of the Association impose levies on the members.
 - (f) Shall authorise all expenditure and direct the method of dealing with moneys received for or on behalf of the Association.
 - (g) Shall elect the Chairman of the Selection Committee, Grounds Committee and Junior Cricket Committee and shall in determining

membership of the constituted committees as detailed in these Articles call for expressions of interest in writing to the Secretary from members of affiliated clubs and other interested parties.

- (h) Shall appoint the Secretary of the Association.
- 18. A quorum of the Board of Management shall be at least half of the members of the Board of Management.
- 19. The President of the Association shall be the Chairman of the Board of Management. The Chairman shall have a casting as well as a deliberative vote
- 20. In the absence of the Chairman from any meeting of the board of Management a Chairman shall be elected from the members present. In case of an equality of votes the Acting Chairman shall have a casting as well as a deliberative vote.
- 21. The Board of Management shall meet at such times and places as it may determine.
- 22. Special Meetings of the Board of Management shall be summoned:-
 - (a) By the Secretary or
 - (b) By the Chairman or
 - (c) By the Secretary at the request of any two members of the Board of Management.
- 23. The Board of Management may from time to time make amend and repeal such By - Laws for the regulation of the affairs of the Association as it thinks it provided that such By - Laws shall not be repugnant to or inconsistent with any expressed direction or regulation contained in these Articles or any resolution of the Association passed in general Meeting and for the time being in force. All such By - Laws shall be brought before the next meeting of the Association for its approval.

Meetings

- 24. General Meetings held by the Association shall be Annual Meetings, Ordinary Meetings and Special Meetings.

Annual General Meeting

- 25. The Annual General Meeting of the Association shall be held not later than the fourteenth day of September in each and every year for the purpose of receiving the Annual Report on the previous season and the financial statements duly audited for the election of directors and for transacting such other businesses that may be brought before the meeting in conformity with the Articles and By - Laws of the Association.
- 26. A copy of the Annual Report of the activities of the Association for the previous year together with a duly audited profit and loss statement and balance sheet showing the income and expenditure for the past year and the assets and liabilities of the Association shall be presented to each director and affiliated Club at the Annual General Meeting.

27. Notice of the time and place of the Annual General Meeting shall be advertised in a Ballarat daily newspaper at least seven days before the date thereof and one week's notice of such meeting shall be given by circular to each director and affiliated Club.

Ordinary Meetings

28. Ordinary Meetings of the Association shall be held upon such days as the Association shall by resolution appoint.
29. It shall be incumbent on the Secretary to notify directors and affiliated Clubs of all meetings of the Association and to insert a notice of such meeting in a Ballarat daily newspaper.

Special Meetings

30. Special Meetings of the Association may be convened:
- (a) By resolution of the Board of Management.
 - (b) On a requisition signed by not fewer than one-third of the number of Clubs represented on the Association.
 - (c) By the Secretary.
31. Three day's notice shall be given of such meetings and the object of such meetings shall be stated in the notice.
32. Whenever it is intended to pass a special resolution the two meetings may be convened by one and the same notice and it shall be no objection that the notice only convenes the second meeting contingently on the resolution being passed by the requisite majority at the first meeting.

Quorums for Meetings

33. A quorum of the Association shall consist of not less than one-half of the directors and representatives of affiliated Clubs of the Association and if after thirty minutes subsequent to the time fixed for any meeting of the Association a quorum is not present, then such meeting shall lapse.

Victorian Country Cricket League

34. The representatives to the Victorian Country Cricket League shall be appointed by the Board of Management. Such representatives must be members of the Board of Management of the Association.
35. Should any such representative cease to be a member of the Board of Management he shall cease to be a representative to the Victorian Country Cricket League.
36. Any proxy provided for by the rules of the Victorian Country Cricket League must be approved by the Board of Management but such proxy must be a member of the Board of Management of the Association.

Committees

37. There shall be constituted the following Committees as provided for by these Articles to perform the duties delegated to them:

- (1) a Pennant Committee
- (2) a Selection Committee
- (3) a Grounds Committee
- (4) a Junior Cricket Committee

38. The Board of Management of the Association may appoint such other sub - committees from time to time as are deemed necessary.

Pennant Committee

39. The Pennant Committee shall consist of the elected Chairman and at least four members approved by the Board of Management.

40. The Chairman shall have a casting as well as a deliberative vote.

41. In the absence of the Chairman from any meeting a Chairman shall be elected from the members present. In case of an equality of votes the Acting Chairman shall have a casting vote as well as a deliberative vote.

42. Three members of the Pennant Committee shall form a quorum at any meeting thereof.

43. The Pennant Committee shall meet at such times and places as it may determine or as directed by the Board of Management.

44. Any decisions of the Pennant Committee shall be final and binding on all members of the Association.

45. Special Meetings of the Pennant Committee shall be summoned:

- (1) By the Secretary of the Pennant Committee.
- (2) By the Chairman of the Pennant Committee.
- (3) By the Secretary of the Pennant Committee at the request of any two members of the Pennant Committee.

46. The duties of the Pennant Committee shall be set out in the By - Laws of the Association,

Selection Committee

47. The Selection Committee shall consist of the elected Chairman and at least two other members approved by the Board of Management of the Association.

48. The Chairman shall have a casting as well as a deliberative vote.

49. Two members of the Selection Committee shall form a quorum at any meeting thereof.

50. The Selection Committee shall meet at such times and places as it may determine or as directed by the Board of Management.

51. The duties of the Selection Committee shall be set out in the By - Laws of the Association.
52. Any decisions of the Selection Committee shall be final and binding on all members of the Association.

Grounds Committee

53. The Grounds Committee shall consist of the elected Chairman and at least two other members approved by the Board of Management of the Association.
54. The Chairman shall have a casting as well as a deliberative vote.
55. Two members of the Grounds Committee shall form a quorum at any meeting thereof.
56. The Grounds Committee shall meet at such times and places as it may determine or as directed by the Board of Management.
57. The duties of the Grounds Committee shall be set out in the By - Laws of the Association.
58. Any decisions of the Grounds Committee shall be final and binding on all members of the Association.

Junior Cricket Committee

59. The Junior Cricket Committee shall consist of:-
 - (a) The elected Chairman, and
 - (b) One representative from each Club affiliated in the Junior Competition approved by the Board of Management.
60. The Chairman shall have a casting vote as well as a deliberative vote.
61. A quorum of the Junior Cricket Committee shall be at least half of the members of the Junior Cricket Committee.
62. The duties of the Junior Cricket Committee shall be set out in the By- Laws of the Association.
63. The Junior Cricket Committee shall meet at such times and places as it may determine or as directed by the Board of Management.

Appeals Committee

64. The Board of Management shall appoint an Appeals Committee consisting of at least five members (with no direct affiliation with member Clubs).
65. The Chairman shall be appointed by the Board of Management. The Chairman shall have a casting as well as a deliberative vote.
66. In the absence of the Chairman from any meeting a Chairman shall be elected from the members present. In case of an equality of votes the Acting Chairman shall

have a casting as well as a deliberative vote.

67. Three members of the Appeals Committee shall form a quorum at any meeting thereof.
68. The Appeals Committee shall meet at such times and places as determined by the Board of Management of the Association.
69. The duties of the Appeals Committee shall be to hear all appeals and reports directed to it by the Board of Management.
70. All decisions of the Appeals Committee shall be final and binding on all members of the Association.

The Secretary

71. A Secretary shall be elected at such honorarium as the Board of Management may determine. His duties shall be such as may from time to time be duly prescribed by the Articles and By - Laws of the Association and the Board of Management.
72. The Board of Management may appoint a temporary substitute for the Secretary who shall for the purposes of these presents be deemed to be the Secretary.
73. The Board of Management may dispense with the services of the Secretary at any time by giving him one month's notice to that effect, such notice to be in writing and to be signed by the Chairman for the time being of the Board of Management of the Association.
74. Should the Secretary resign his office or be removed there-from the vacancy caused by such resignation or removal shall be filled in such manner as the Board of Management may direct.

The Honorary Treasurer

75. The duties of the Honorary Treasurer shall be such as may from time to time be duly prescribed by the Articles and By - Laws of the Association and the Board of Management.
76. The Honorary Treasurer, in accordance with Article 1 1, shall be deemed to be the Company Secretary for Corporations Law purposes and shall attend to all matters relating to the Corporations Law and the Australian Securities Commission.
77. The duties of the Honorary Treasurer shall include the preparation of annual financial statements in accordance with the Corporations Law and shall be responsible for submitting same to the Auditor for his examination.
78. The Board of Management may dispense with the services of the Treasurer at any time by giving him one month's notice to that effect, such notice to be in writing and to be signed by the Chairman for the time being of the Board of Management of the Association.
79. Should the Treasurer resign his office or be removed there-from the vacancy caused by such resignation or removal shall be filled in such manner as the Board of Management may direct.

Accounts

80. The Board of Management shall cause true accounts to be kept of all sums of money received and expended by the Association and of the matters in respect of which such income and expenditure takes place of all the property credits and liabilities of the Association.
81. Subject to any reasonable restrictions that may be imposed from time to time by the Board of Management as to the time and manner of inspecting the same all the books of account of the Association may be inspected by any director or member.
82. The books of account shall be kept at the office of the Board of Management or at such other places as the Association thinks fit.
83. All cheques drawn upon any account of the Association in any bank or banks shall be signed by any two of the President, Vice-Presidents, Secretary and Honorary Treasurer for the time being of the Association.
84. The Association shall prepare annual financial statements in accordance with the Corporations Law.
85. The accounts of the Association shall be audited before the Annual Meeting by a Registered Company Auditor. The report of such Auditor together with the profit and loss statement and balance sheet shall be appended to the Annual Report and printed and a copy furnished to each member of the Association.
86. The financial year of the Association shall end on the Thirtieth day of June in each and every year.

Miscellaneous

87. In the event of any question arising not provided for in these Articles of Association shall have power to decide such question.
88. The Association shall provide for the safe custody of the Common Seal and the said Seal shall not be used except by the authority of the Association previously given and every instrument to which the Seal is affixed shall be signed by at least two members present at such meeting and countersigned by the Secretary or some other person appointed by the Association for that purpose.
89. Every director, member, official and other officer or servant of the Association shall be indemnified by the Association against (and it will be the duty of the Association out of the funds of the Association to pay) all costs, losses and expenses which any such member, director, official, other officer or servant may incur or be liable to by reason of any contract entered into or act or deed done by him as such member, director, official, other officer or servant or in any way in the discharge of his duties and the amount for which such indemnity is provided shall immediately attach as a lien on the property of the Association and have priority between the members over all other claims.
90. The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in these

rules and no portion thereof shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise, to the members of the company. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the Association or to any member of the Association in return for any services actually rendered to the Association or for goods supplied in the ordinary and usual way of business nor prevent the payment of interest at a rate not exceeding the rate for the time being fixed for the purpose of this paragraph by the Articles of Association on money borrowed from any members of the Association or reasonable and proper rent for premises demised or let by any member to the Association but so that no member of the Committee or Governing Body of the Association shall be appointed to any salaried office of the company or any office of the Association paid by fees. No remuneration or other benefit in money or money's worth shall be paid or given by the Association to any member of such council or governing body except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the company. For the purposes of this paragraph, the rate of interest which shall apply will be ten (10) per-cent per annum.

91. No official or officer of the Association shall be liable for the accounts, receipts neglects or defaults of any other official or officer or for the joining in any receipt or other act or conformity or for any loss or expense happening to the Association through the insufficiency or deficiency of the title to any property acquired by order of the Association for or on account of the Association or for the insufficiency or deficiency of any securities in or upon which any of the moneys of the Association shall be invested or for any loss or damage arising from bankruptcy, insolvency or tortuous acts of any person with whom any moneys, securities or effects shall be deposited or for any loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in the relation thereto unless the same happen through his own wilful act or default.
92. In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Corporations Law and winding up will proceed in accordance with the provisions of the Corporations Law If upon the winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association and whose Memorandum of Association or Constitution shall prohibit the distribution of its or their income and property among Its or their members to an extent at least as great as is imposed on the Association under or by virtue of Clause 90 hereof, such institution or institutions to be determined by the members of the Association at or before the time of the dissolution and in default thereof by application to the Supreme Court for determination.
93. The catch-words or headings in the margin of these Articles shall not be taken as part thereof or in any manner affect the interpretation or construction of the same.

Names.

Addresses.

Description.

Arthur Douglas Moverley,	8 Dowling Street, Ballarat	Accountant
Frederick Kelvin Schonnell,	808 Sebastopol Street, Ballarat,	Clerk.
Alexander Baird Wilson,	33 Barkly Street, Ballarat,	Manufacturer.
Percy Stanley Hunt,	87 Peel Street South, Ballarat,	Manager
Verner John Ostertman,	1005 Doveton Street North, Ballarat,	Educational Consultant.
William E. Roff,	11 a Steinfeld Street, Ballarat	Plumber.

DATED the 23rd day of August, 1950.

Witness to all the above signatures:

W. H. HEINZ, Solicitor, Ballarat

BY-LAWS OF THE BALLARAT CRICKET ASSOCIATION

1. The Association shall consist of such clubs, sections, divisions and competitions as the Board of Management in its absolute discretion deems to be appropriate from time to time.
2.
 - (a) Each Club shall pay such affiliation fee as the Association shall determine. No team shall be admitted to the Association unless such affiliation fee accompanies its application for admission.
 - (b) The Association shall have the right to make levies on the Clubs as it may from time to time determine.
 - (c) All accounts must be paid within Thirty days of receipt of the invoice. Failure of any Club to comply with this By - Law shall render it liable to a fine, suspension, loss of premiership points or expulsion as the Board of Management shall see it.
 - (d) No Club shall be admitted to the Association unless all its accounts to the Association in respect of the previous season have been paid up to the Thirty - First day of May in that year.
3.
 - (a) The players chosen by the Selection Committee for representative games shall hold themselves at the disposal of the Association in preference to any other engagement when called upon; failing to do so without satisfactory reason being given to the Selection Committee, they shall be struck off the list of players for such time as the Selection Committee shall determine.
 - (b) No Club will be permitted to take part in any match with any other Club or Association without first obtaining the approval of the Board of Management.
4. Any Club or member of a Club shall be liable to disqualification or suspension during the pleasure of the Board of Management of the Association in the event of such Club or member violating the Rules of the Association or neglecting to comply with the lawful directions of the Association or any of its Committees.
5. Any Club while under disqualification or suspension shall forfeit all the rights and privileges held under the Association, its representatives shall cease to serve on the Board of Management or other Committees and its members shall be debarred from competing in any match played under the auspices of the Association.
6. No member of any affiliated Club shall knowingly play in any Cricket match in which any disqualified or suspended person plays.
7. The Association may endorse the suspension or disqualification of any member or player of a Club imposed by any recognised controlling body in Victoria, or imposed by any registered body outside the State of Victoria.

8. Any player reported for disputing an Umpire's decision on the Cricket field during a match, or for otherwise misconducting himself shall be liable to be disqualified for such time as may be decided upon.
9. Rules for the management and control of Premiership Pennant matches presented by the Pennant Committee can be submitted for adoption by the Association at a general meeting after the completion of a season and prior to commencement of a season.

PENNANT COMMITTEE

10. The duties of the Pennant Committee shall be:-
 - (a) To manage all Premiership Matches.
 - (b) To deal with all applications for registrations, permits and clearances and refer appeals against clearance refusals to the BCA Appeals Committee.
 - (c) To appoint Umpires for all matches played under the auspices of the Association.
 - (d) To submit to the Association proposed rules for the management of the Premiership matches.
 - (e) To inspect all grounds under the direction or control of the Association and furnish reports as to the condition of the playing areas and the accommodation provided for the players and the public.
 - (f) To report on the condition of the ground of any Club applying for admission to the Association or on the condition of any ground in respect of which a complaint in writing has been lodged with the Association.
 - (g) To impose all fines approved at Annual General Meetings each year.
 - (h) To refer all appeals arising out of decisions of the Pennant Committee to the Appeals Committee.

APPEALS COMMITTEE

11. The duties of the Appeals Committee shall be:-
 - (a) To deal with all Umpire's reports.
 - (b) To deal with all appeals arising out of the decisions of the Pennant Committee.
 - (c) To deal with all matters referred to it by the of the Board of Management of the Association,

BALLARAT COUNTRY WEEK SUB - COMMITTEE

12. The duties of the Ballarat Country Week Sub - Committee shall be:-
 - (a) To make all necessary recommendations and arrangements in connection

with Ballarat Country Cricket Week and the visit of Country Cricket Teams to Ballarat and of Ballarat Teams to the country.

- (b) To report to the Board of Management on all applications for monetary grants from Country Associations and Clubs.
- (c) To make reports from time to time to the Association in conjunction with Country Cricket generally.
- (d) To conduct the Ballarat Country Week in accordance with the By-Laws of the Association.

SELECTION COMMITTEE

13. The duties of the Selection Committee shall be:-

- (a) To administer all senior representative games in which the Association is involved.
- (b) To select players to practice for and represent Ballarat in senior representative cricket matches.
- (c) To select the Captains of all senior representative Ballarat teams.
- (d) to maintain, store and protect all Association equipment relative to all senior representative matches.

JUNIOR CRICKET COMMITTEE

14. All Clubs with Junior teams shall have one representative on the Junior Cricket Committee and the duties of that Committee will be as follows:-

- (a) To administer all Junior representative games in which the Association is involved.
- (b) To select junior players to practice for and represent Ballarat in representative junior cricket matches.
- (c) To select the Captains of all representative junior Ballarat teams.
- (d) To maintain, store and protect all Association equipment relative to all representative junior matches.

GROUNDS COMMITTEE

15. The duties of the Grounds Committee shall be:-

- (a) Liaison with relevant Ground Managers.
- (b) Monitoring of ground conditions.
- (c) Determination of ground improvement programme.
- (d) Representation on Advisory Committees for relevant grounds.

THE SECRETARY

16. The duties of the Secretary shall be>

- (a) To perform the whole of the clerical work of the Association and carry out all the directions of the Association and its Committees.
- (b) To keep and maintain all correspondence, minute books and any other necessary records of the Association.
- (c) To receive all moneys for and on behalf of the Association and pay same to the Honorary Treasurer.
- (d) To delegate whatever duties he thinks it and reasonable to other officers of the Association.

THE HONORARY TREASURER

17. The duties of the Honorary Treasurer shall be:-

- (a) To pay all moneys on behalf of the Association into such Bank or Banks as the Association may from time to time determine to the credit of accounts in the name of the Ballarat Cricket Association.
- (b) To prepare a statement of the financial position of the Association for each meeting of the Board of Management and a profit and loss statement and balance sheet at the balance date of the Association.
- (c) To pay all accounts after they have been passed by the Board of Management of the Association.
- (d) To issue receipts to all parties which may forward moneys to the Association.
- (e) To collect fines, levies, affiliation fees and other moneys due to the Association.
- (f) To ensure that appropriate insurances are effected as determined by the Board of Management of the Association.

PUBLICITY OFFICER

18. The duties of the Publicity Officer shall be>

- (a) Liaison with all media, particularly local press and radio.
- (b) Arrange advertising in Fixtures Booklet.
- (c) Distribution of periodic newsletters to affiliated Clubs.
- (d) Responsible for editorial contributions to and distribution of VCA Cricket Magazine.

MEETINGS

19. At all meetings of the Association the Order of Business shall be:-

Roll Call
Proxies
Reading and confirmation of minutes
Correspondence
Financial Statements
Report of Board of Management
Report of Pennant Committee
Report of Selection Committee
Report of Grounds Committee
Report of Ballarat Country Week Committee
Report of Junior Cricket Committee
Report of Appeals Committee
Report of Zone Delegate
Any other business regularly before the meeting.

20. At each meeting of the Association the President shall be Chairman and in his absence the Senior Office-Bearer, and in the event of no Office-Bearer being present, the Chairman shall be elected from the representatives present.
21. The Chairman shall have the right to vote on any question and where the voting is equal he shall have, in addition to his ordinary vote, a casting vote which he must exercise.
- (a) Each club and each office bearer shall be entitled to one vote at meetings of the Association.
- (b) If in the opinion of the Chairman any question or matter before the meeting affects one competition of the Association only, then the Chairman in his discretion may direct that only the delegates from the Club with a team in that particular competition shall vote on the question before the chair.
22. At all meetings of the Association the mode of voting except where otherwise required in the Articles, shall be by a show of hands, or if demanded by five members, either by an actual division, or by ballot.
23. One-half of the members shall form a quorum at any ordinary, general or special meeting of the Association.
24. At all elections each representative shall vote for as many candidates as there are vacancies to be filled. The candidates receiving the highest votes sufficient to fill the number of vacancies existing shall be declared elected. The Chairman shall have a casting vote in every case where two candidates shall have polled an equal number of votes.
25. All notices of motion for consideration at a meeting of the Association must be delivered to the Secretary, in writing, at least seven days before such meeting and each notice shall be preserved by him until after the matter to which it refers shall have been disposed of.
26. The Chairman shall put all questions first in the affirmative and then in the

negative and may do so as often as may be necessary to enable him to determine the sense of the meeting thereon, and thereupon he shall declare his decision, which shall be final, unless a division or ballot be called for.

27. No motion shall be discussed until it be seconded, and when seconded shall not be withdrawn without leave of the meeting.
28. No notice of motion which shall have been entered on the Business Paper shall be proceeded with in the absence of the member by whom such notice shall have been given, unless in that behalf some other member produces written authority from such first-named member.
29. When a motion shall have been moved and seconded, any representative shall be at liberty to move an amendment thereon, which shall not be discussed until it be seconded. Such amendment must be stated in writing.
30. No second amendment shall be taken into consideration until the previous amendment shall have been disposed of but notice of a further amendment may be given.
31. If an amendment be carried, the question as hereby amended shall become the question before the meeting, whereupon any other amendment upon it may be moved.
32. If an amendment* either upon the original motion or upon any amended motion, shall be negatived, then a further amendment (if not to the same effect as that already negatived) may be moved to the motion to which such first named amendment was moved, and so on, provided that no more than one question and one proposed amendment thereon shall be before the Association at one time.
33. That, except by permission of the Chairman, every question shall be in writing, and, after the answer has been given by the Chairman, no discussion shall be allowed, except upon a motion after notice (as provided by By - Law (29) having reference to the subject matter of such question.
34. No representative shall speak twice on the same question, unless in explanation and then only with the permission of the Chairman, provided always that any representative having previously spoken on the original question, shall be entitled to speak once on each amendment, and that the mover of the original question shall have the right of final reply.
35. No representative shall speak upon any motion or amendment for a longer period than five (5) minutes without the consent of the meeting.
36. No representative shall make any offensive personal reflections upon, or impute any improper motives to any other Member or Officer, and any Member so offending shall, immediately upon being thereto required by the Chairman, withdraw such offensive expressions and retract any such imputation of motive. Any representative refusing to withdraw such offensive expressions or imputations shall not be allowed to further address the Chair at that or any other meeting of the Association until he shall have complied with such requirement nor shall his vote be recorded upon any question.

- 37 The Chairman shall preserve order, and may at any time call to order any representative, whom he may deem to be out of order, and when two or more representatives rise to speak at the one time, he shall decide which representative be first heard.
- 38 Any representative may call the attention of the Chairman to any other representative being out of order, or to any point of order.
- 39 Every point of order shall be taken into consideration immediately upon its arising, and shall be decided by the Chairman.
- 40 A motion of the "previous question", i.e. that the question be now put -shall be put to the meeting without further discussion.
- 41 No motion to rescind any decision shall be entertained, except at a meeting of the Association specially called for that purpose.